

UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF MASSACHUSETTS

F1 AIR, LLC, )  
                  )  
Plaintiff,      )  
                  )  
v.                )      Civil Action No. 05-11508-RCL  
                  )  
KAIZEN AVIATION, INC., )  
                  )  
Defendant.       )

**KAIZEN AVIATION, INC.'S**  
**MOTION TO DISMISS FOR LACK OF PERSONAL JURISDICTION**

The defendant, Kaizen Aviation, Inc. ("Kaizen"), hereby respectfully moves this Court to dismiss the Complaint of the plaintiff, F1 Air, Inc. (the "Plaintiff"), against Kaizen for lack of personal jurisdiction pursuant to Federal Rule of Civil Procedure 12(b)(2). As grounds for this motion, as set forth more fully in the accompany memorandum of law and affidavit of Harold Shafer, Kaizen is a Delaware corporation with a principal place of business in Florida and has few, if any, contacts with Massachusetts. Indeed, any contacts Kaizen may have with Massachusetts do not satisfy the requirements of the long-arm statute, nor do they comport with the requirements of due process.

WHEREFORE, Kaizen Aviation, Inc. respectfully requests that this Court grant its motion to dismiss the Plaintiff's Complaint for lack of personal jurisdiction pursuant to Federal Rule of Civil Procedure 12(b)(2).

Respectfully submitted,

**KAIZEN AVIATION, INC.**

By its attorneys,

*Eleanor M. Mitchell*

Ralph T. Lepore, III (BBO# 294420)  
Elizabeth M. Mitchell (BBO# 638146)  
**HOLLAND & KNIGHT LLP**  
10 St. James Avenue  
Boston, Massachusetts 02116  
Telephone: (617) 523-2700

Dated: November 17, 2005

# 3392624\_v1

*I hereby certify under the  
penalties of perjury  
that this document was served  
upon counsel for all parties  
in this case on*

*11/17/05 by Hand / by Mail  
Eleanor M. Mitchell*